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Hearing: TBD
Answer deadline: 4 p.m. November 13, 2012

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Counsel for Wells Fargo Bank
Northwest, N.A., as Agent to the TPC Lenders

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 11
	: :
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	: Case No. 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	: :
	: :
Debtors.	: (Jointly Administered)
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**NOTICE OF MOTION OF THE TPC LENDERS FOR (I) A DETERMINATION THAT
THE BANKRUPTCY COURT'S DECISION ON VALUATION METHODOLOGY IS
A FINAL ORDER OR, IN THE ALTERNATIVE, (II) LEAVE TO APPEAL THE
BANKRUPTCY COURT'S DECISION ON VALUATION METHODOLOGY**

PLEASE TAKE NOTICE that Wells Fargo Bank Northwest, N.A. ("Wells Fargo"), as
Agent (the "Agent"), on behalf of Norddeutsche Landesbank Girozentrale (New York Branch),
as Administrator (the "Administrator"), Hannover Funding Company ("Hannover" or the "CP
Lender"), and Deutsche Bank, AG, New York Branch, HSBC Bank USA, National Association,
ABN AMRO Bank N.V., Royal Bank of Canada, Bank of America, N.A., Citicorp USA, Inc.,

and Merrill Lynch Bank USA, Morgan Stanley Bank, as purchasers, (collectively with the Administrator, the “TPC Lenders”), by and through its undersigned counsel respectfully submits the annexed Motion of the TPC Lenders for (I) a Determination that the Bankruptcy Court’s Decision on Valuation Methodology is a Final Order or, in the Alternative, (II) Leave to Appeal the Bankruptcy Court’s Decision on Valuation Methodology (the “Motion”), pursuant to 28 U.S.C. § 158(a) and Bankruptcy Rules 8001, 8002 and 8003.

PLEASE TAKE FURTHER NOTICE that a hearing, if any, on the Motion will be scheduled at a later date by the United States District Court for the Southern District of New York.

PLEASE TAKE FURTHER NOTICE that any answer in opposition to the Motion must (a) be made in writing; (b) conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York; (c) state with particularity the legal and factual basis for the objection; and (d) be filed with the Court no later than 4 p.m. on November 13, 2012 in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court’s filing system and served in accordance with General Order M-399 on counsel for the Agent, Sidley Austin LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Steven M. Bierman, Esq., and Nicholas K. Lagemann, Esq.) and Sidley Austin LLP, One South Dearborn, Chicago, IL 60603 (Attn: Kenneth P. Kansa, Esq.) no later than 4 p.m. on November 13, 2012.

Dated: New York, New York
October 30, 2012

/s/ Steven M. Bierman
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